

SPIDER-MAN

MARVEL COMICS GROUP

20¢ 108
MAY
02457

APPROVED
BY THE
COMICS
CODE
AUTHORITY

the AMAZING SPIDER-MAN



SPIDEY!
GWEN! FLASH!
WHAT STRANGE
SECRET
THREATENS
THEM
ALL?



NEW! UNEXPECTED! STARTLING!
MARKED FOR MURDER!

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OLYMPIC SALES CLUB, INC., DEPT. 72MV2, ENFIELD, CONNECTICUT 06082

FROM _____
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LAST ISH, A STARTLED SPIDER-MAN SAW GWEN Stacy, THE GIRL HE LOVES, WALKING IN THE STREET WITH FLASH THOMPSON WHEN SUDDENLY--A SPEEDING CAR RACED TO THE CURB AND IN A MATTER OF SECONDS, BOTH SPIDEY AND GWEN SAW THE GRIM-LOOKING YET SHOVED INSIDE, AND THEN THE CAR SPED OFF! AND NOW, HANG'IN THERE, HERO, 'CAUSE HERE WE GO--!

CITY NY

THE CAR HAS OFFICIAL LICENSE PLATES, BUT --OH OH! HOLD IT!

THAT TRUCK-- IT CUT THEM OFF --ON PURPOSE!

SOMETHING'S WRONG! I'VE GOT TO FOLLOW --BEFORE IT'S TOO LATE!

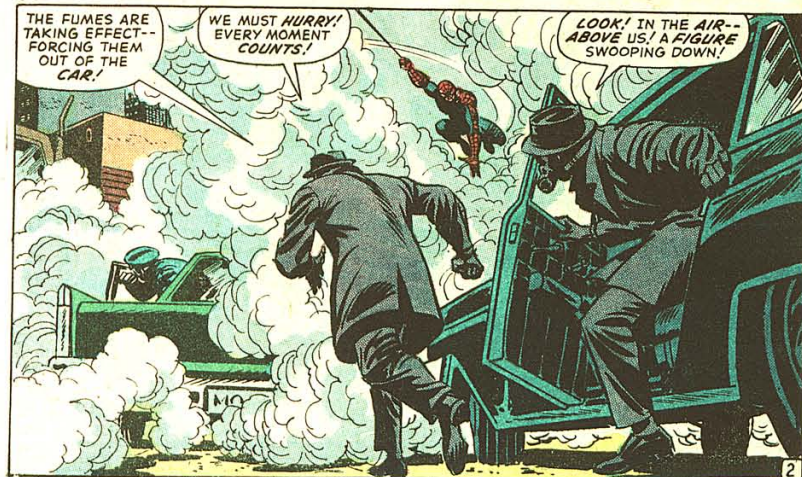
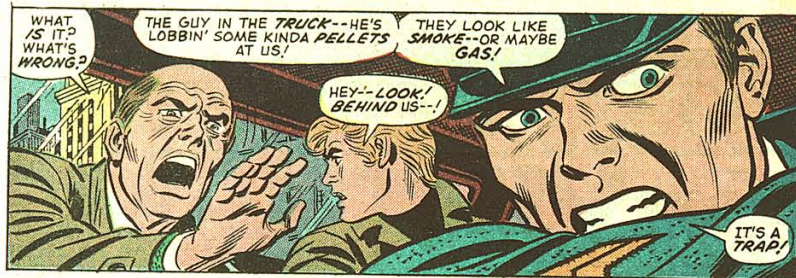
THROU

LOOK OUT!

GREENE

STAN LEE, AUTHOR	JOHN ROMITA, ILLUSTRATOR	ARTIE SIMEK, LETTERER
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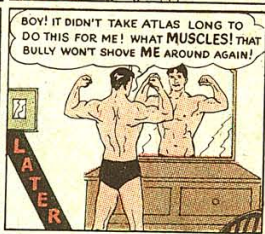
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THE INSULT THAT MADE A MAN OUT OF "MAC"



DARN IT! I'M SICK AND TIRED OF BEING A SCARECROW! CHARLES ATLAS SAYS HE CAN GIVE ME A REAL BODY. ALL RIGHT! I'LL GAMBLE A STAND AND GET HIS FREE BOOK!



WHAT! YOU HERE AGAIN? HERE'S SOMETHING I OWE YOU!



Let Me PROVE I Can Make YOU A NEW MAN!

ARE you "fed up" with seeing the huskies walk off with the best of everything? Sick and tired of being soft, frail, skinny or flabby - only HALF ALIVE? I know just how you feel. Because I myself was once a puny 97-pound "runt." And I was so ashamed of my scrawny frame that I dreaded being seen in a swim suit.

The Secret of How I Got My Build

Then I discovered a wonderful way to develop my body fast. It worked "Dynamic-Tension" can make me a new man. 22 Pages, reprinted with photographs, answers to vital health questions, and valuable advice. This does not obligate me in any way.

quick time. Let it help YOU. Not next month or next year - but RIGHT NOW!

"Dynamic-Tension" Builds Muscles FAST!

If you're like I was, you want a powerful, muscular, well-proportioned build you can be proud of any time, anywhere. You want the "Greek-God" type of physique that women rave about at the beach - the kind that makes other fellows green with envy.

Mail Coupon Now for My 32-Page Illustrated Book

Mailing the coupon can be the turning point in your life. I'll send you a copy of my 32-page illustrated book, "How Dynamic-Tension Makes You a NEW MAN." Tells how and why my method works; shows many pictures proving what it has done for others. Don't delay. Mail coupon NOW. CHARLES ATLAS, Dept. 60D 115 E. 23rd St., New York, N.Y. 10010.

CHARLES ATLAS, Dept. 60D
115 East 23rd St., New York, N.Y. 10010

Dear Charles Atlas: Here's the kind of Body I Want:

(Check as many as you like)

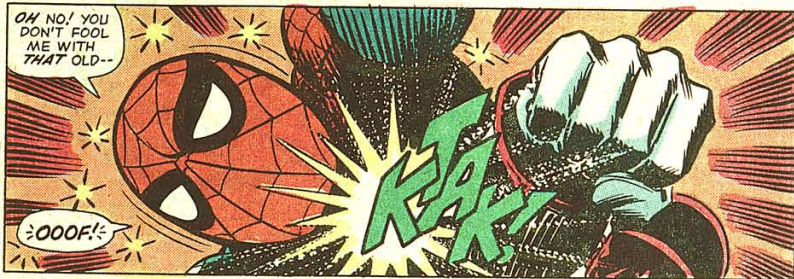
☐ Broader Chest and Shoulders	☐ More Energy and Stamina
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☐ Slimmer Waist and Legs	☐ The Right Place

I enclose too. Please send me a copy of your famous book showing how "Dynamic-Tension" can make me a new man. 22 Pages, reprinted with photographs, answers to vital health questions, and valuable advice. This does not obligate me in any way.

Print Name: _____ Age: _____

Address: _____ City & State: _____ Zip: _____ Code: _____

In England: Charles Atlas, 21 Poland St., London, W.1





I put 2 full inches on my arms—
3 inches on my chest and trimmed
4 inches off my waist
in just 7 weeks...

thanks to the Joe Weider
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SAYS MOVIE AND T.V. STAR,
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believes you, too, can easily
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Why only the Joe Weider "MR. AMERICA"
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SHAPE YOU UP—TOUGHEN YOU UP—FAST** in just
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It makes no difference whether you're fat, skinny, scraggy or flabby, young
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boy—the WEIDER SYSTEM will pack 4 inches on your chest, 3 inches on each
arm—give you football-player shoulders, muscularize your waistline, sock your
legs with strength and speed—and "powerize" your entire body—in JUST 7
SHORT WEEKS—OR LESS!

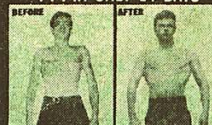
Only the WEIDER SYSTEM can do this for you because it is based on scientific
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Just rush in free coupon and I will send you proof that you too can own a
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supply lasts!

HERE'S LIVING PROOF HOW FAST MY COURSE WORKS!

... IN ONLY 14 DAYS



HE GAINS 16 POUNDS
BEFORE: Walter Leno, Jr. was
weak and "under-nourished."
Looking—ashamed to be seen
anywhere in public.
AFTER: Walter used Weider
methods and in just 14 days
put on 16 pounds, 2½" on his
arms and 2½" on his chest!
**IT CAN HAPPEN
TO YOU, TOO!**

IN ONLY 30 DAYS



HE GAINS 25 LBS.
BEFORE: Paul Connolly weighed
a skinny 135 lbs. with
"toothpick" arms and a shallo-
chest. He longed to be big
and strong.
AFTER: Paul put himself under
Weider methods and gained 25
muscular lbs. in 30 days,
adding 1½" to his arms,
5" to his chest!
WHY NOT YOU?

FREE!
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MUSCLE-
BUILDING
BOOK!

MAIL THIS COUPON TO ME TO-
DAY AND I'LL RUSH YOU MY
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an athletic virile "Take-Charge"
Man in just 7 WEEKS—OR LESS! It's
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over 2,000,000 other successful stu-
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close to this fantastic record!

MAIL THIS COUPON FOR FREE BOOK

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Dear Joe: Okay, sock it to me! Rush me
your Free musclebuilding information and
Free "Muscle Up" book that I can use
right away to build a handsome few "Take-
Charge" body—in just 7 short weeks—in
the privacy of my own home. I'm enclosing
\$5c to cover mailing and handling costs.
I'm under no further obligation.

NAME (please print clearly) _____ AGE _____
ADDRESS _____
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I TRIED TO CONVINCE THEM THAT THE TEMPLE WAS HIDDEN IN SECTOR "B"--BUT IT WAS NO USE!

THEY SAID I'D BEEN DELIRIOUS-- THEY CHECKED THE MAPS-- THERE WAS NO TEMPLE! THEY WOULDN'T BELIEVE ME!

"SICK WITH FEAR AND WORRY, I DID THE ONLY THING I COULD-- I RAGED BACK, DESPERATELY-- HOPING TO FIND IT IN TIME! THEN, MINUTES BEFORE H-HOUR--"

IT'S THERE! THANK GOD-- I FOUND IT!



LISTEN! THERE'S NOT A SECOND TO LOSE! YOU'VE GOT TO LEAVE-- ALL OF YOU!

DON'T JUST STAND THERE! I'VE GOTTA GET THRU TO YOU! YOU'LL ALL BE KILLED!

EVERY MAN MUST DIE, MY SON.



BUT YOU DON'T HAVE TO! THERE'S STILL TIME! ONCE THE SHELLING STARTS, IT'LL BE TOO LATE!

WE HAVE HARMED NO ONE, YOU ARE OUR FRIEND. SURELY THOSE WITH WHOM YOU SERVE WILL DO US NO HARM.

NO! NO! YOU'RE WRONG! YOU DON'T KNOW WHAT'S GONNA HAPPEN!



"BUT IT WAS HOPELESS! I COULDN'T BUDGE THEM! THE TEMPLE WAS THEIR LIFE! THEY WOULDN'T LEAVE! AND THEN--IT BEGAN!"



WELL, WHAT MORE CAN I SAY? AFTER ALL THAT HAD HAPPENED, I MUST HAVE BLACKED OUT AGAIN--

'CAUSE WHEN THE SHELLING WAS OVER, I FOUND MYSELF SAFELY BACK AT CAMP ONCE MORE!

AND, AS FAR AS I KNOW, THE GIRL-- AND THE PRIESTS-- ARE ALL DEAD!

I THINK I CAN GUESS WHAT COMES NEXT!



"YEAH! THE HIDDEN TEMPLE WAS A HOLY PLACE TO HUNDREDS OF NATIVES! SOMEHOW, THEY GOT THE IDEA THAT I HAD GONE THERE TO FINGER IT-- TO SET IT UP AS A TARGET FOR OUR SHELLING!"

THERE'S NO DENYING IT, THOMPSON-- WE SHOULD HAVE HEEDED YOUR WARNING!

THE PEOPLE ARE BITTER! THEY THINK WE SHELLED THE TEMPLE ON PURPOSE! THEY THINK YOU WERE THE ONE WHO PIN-POINTED THE SPOT!

AND THERE'S NO WAY TO CONVINCE THEM OTHERWISE!



"FROM THAT MOMENT ON, WHEREVER I WENT I WAS FOLLOWED BY SILENT, STAREING, HOSTILE MEN-- MEN WITH NAKED HATRED AND LOATHING BLAZING IN THEIR EYES!"



FINALLY, MY TOUR OF DUTY ENDED--BUT NOTHING'S CHANGED!

I'M STILL HAUNTED BY THE MEMORY OF WHAT HAPPENED-- BY THE DEATH OF THOSE WHO HAD SAVED MY LIFE-- WHO WERE THE GENTLEST PEOPLE I'VE EVER KNOWN!



AS FOR ME, MILITARY INTELLIGENCE LEARNED THAT THERE WAS A PRICE ON MY HEAD!

SOME OF THE MORE FANATICAL NATIVES WOULD NEVER REST --UNTIL I WAS DEAD!

THAT'S WHY THE MP'S WERE PROTECTING ME!

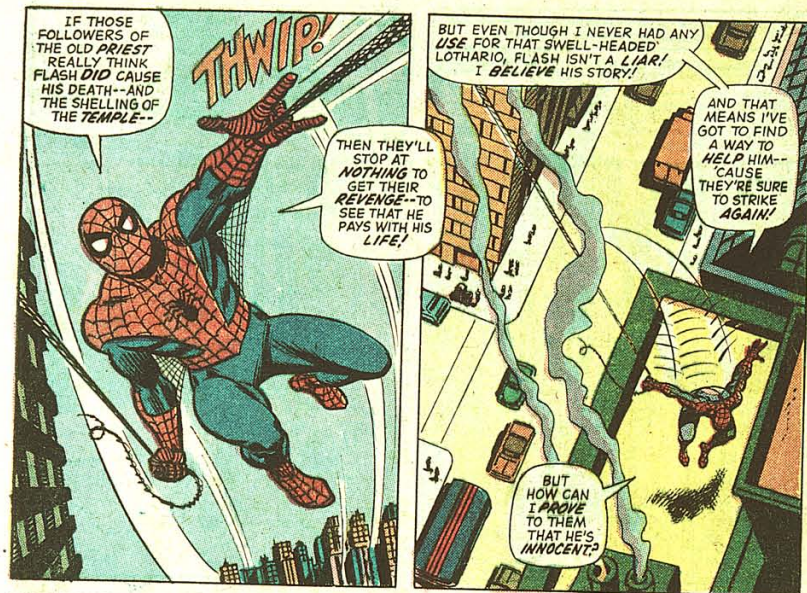


--ALTHOUGH, IF YOU HADN'T COME ALONG WHEN YOU DID--!

FORGET IT! THE FIRST THING WE'D BETTER DO IS GET YOU BACK TO YOUR BRASS-BUTTONED BUDDIES!

STANDING GUARD OVER YOU NIGHT AND DAY ISN'T MY IDEA OF A FAR-OUT FUN-FEST!





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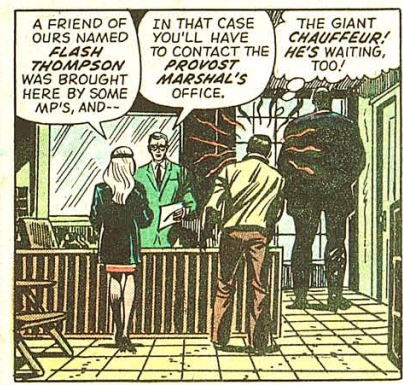
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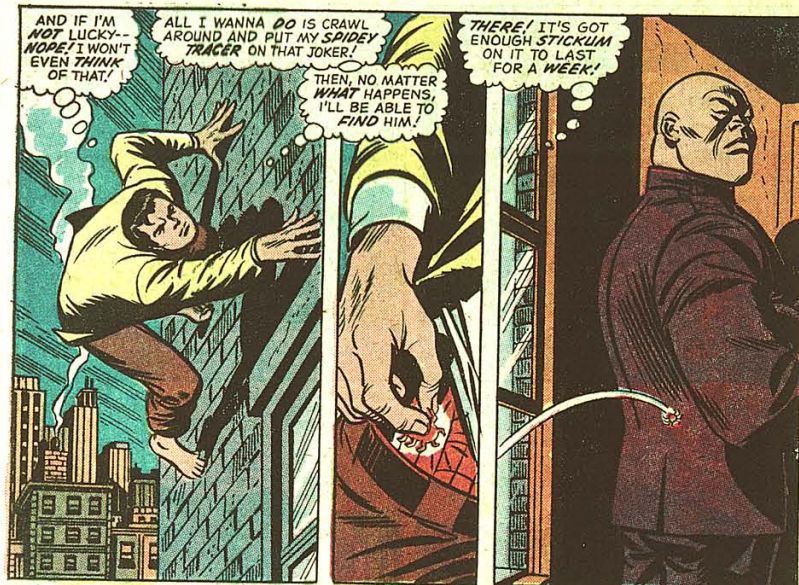
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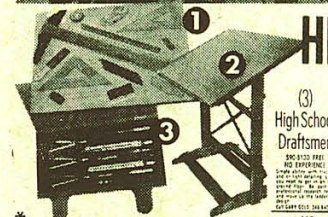




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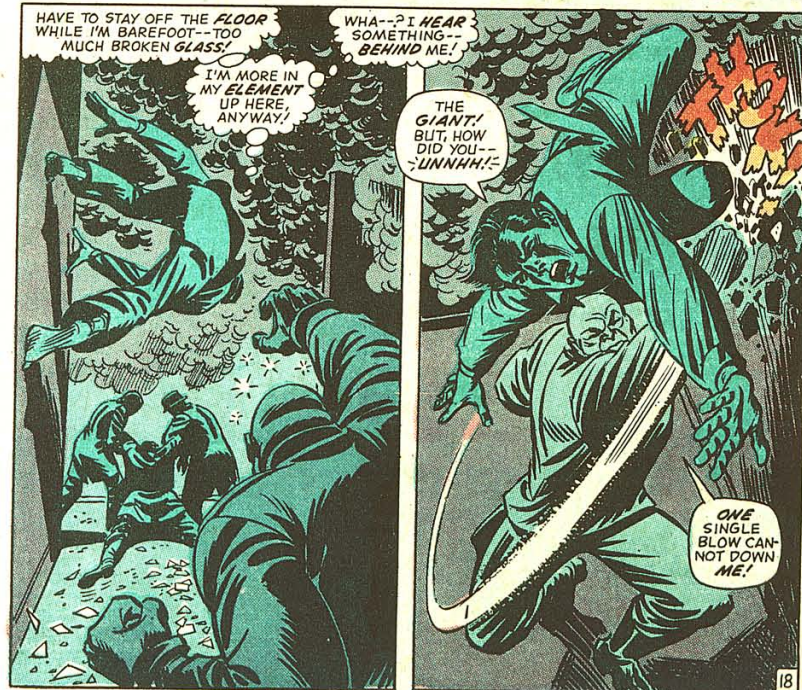
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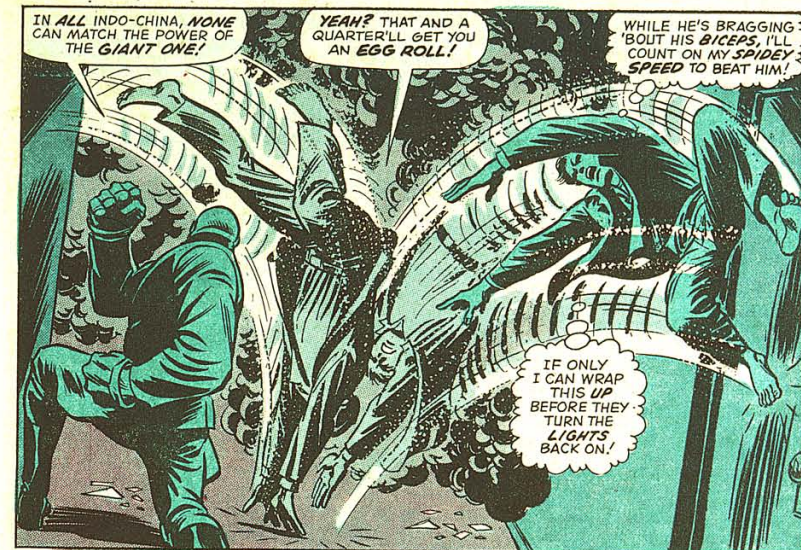
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18



19

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BUT WE SHALL SELECT THE TIME--AND THE PLACE AS WELL!

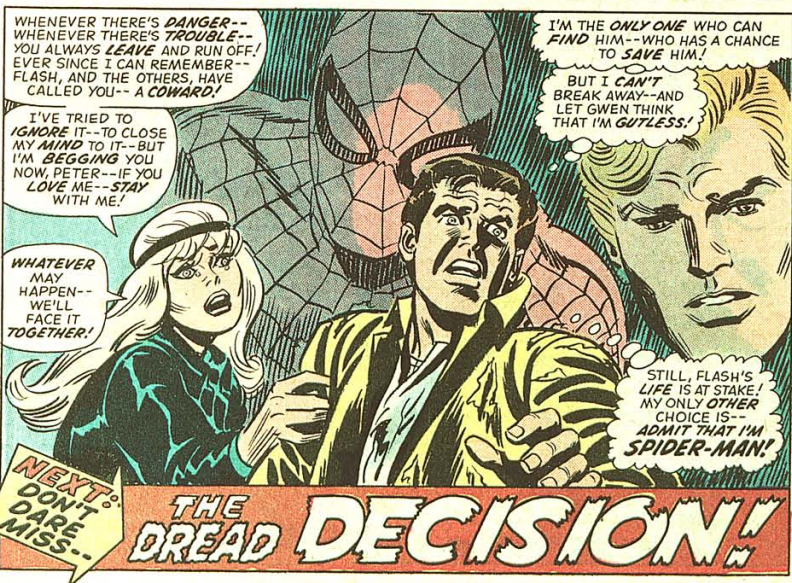
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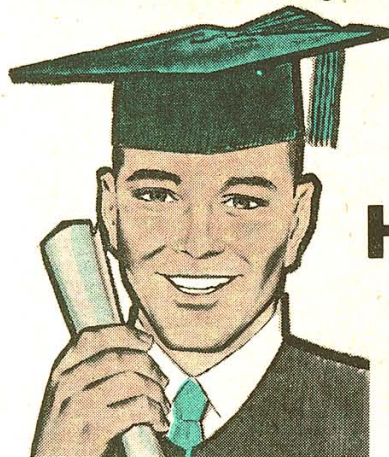
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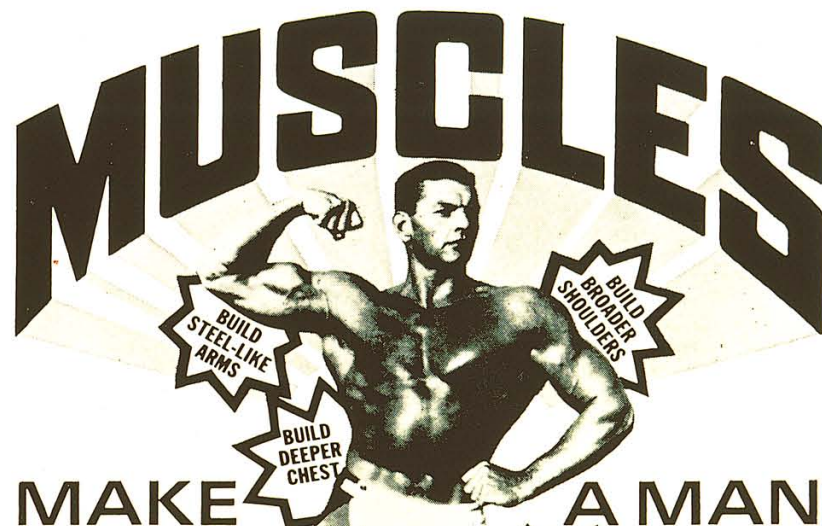
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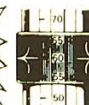
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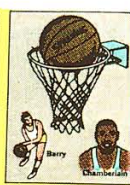
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